

STEVEN H. GURNEE, ESQ. SB# 66056  
 DAVID M. DANIELS, ESQ. SB# 170315  
 NICHOLAS P. FORESTIERE, ESQ. SB# 125118  
 GURNEE & DANIELS LLP  
 2240 Douglas Boulevard, Suite 150  
 Roseville, CA 95661-3805  
 Telephone (916) 797-3100  
 Facsimile (916) 797-3131

Attorneys for Defendants

ALDERWOODS GROUP, INC., PAUL A.  
 HOUSTON, SERVICE CORPORATION  
 INTERNATIONAL, SCI FUNERAL AND  
 CEMETERY PURCHASING COOPERATIVE, INC.,  
 SCI EASTERN MARKET SUPPORT CENTER, L.P.,  
 SCI WESTERN MARKET SUPPORT CENTER, L.P.  
 a/k/a SCI WESTERN MARKET SUPPORT CENTER, L.P.

UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA

CLAUDE BRYANT, CRAIG FULCHER,  
 SANFORD LEVINE and THOMAS  
 THOMPSON et al., on behalf of themselves  
 and all other employees and former employees  
 similarly situated,

Plaintiffs,

vs.

ALDERWOODS GROUP, INC., PAUL A.  
 HOUSTON, SERVICE CORPORATION  
 INTERNATIONAL, SCI FUNERAL AND  
 CEMETERY PURCHASING  
 COOPERATIVE, INC., SCI EASTERN  
 MARKET SUPPORT CENTER, L.P. SCI  
 WESTERN MARKET SUPPORT CENTER,  
 L.P. a/k/a SCI WESTERN MARKET  
 SUPPORT CENTER, INC., SCI HOUSTON  
 MARKET SUPPORT CENTER, L.P., and  
 JOHN DOES 1-3, et al.

Defendants.

No. 3:07-CV-5696-SI

**DECLARATION OF JANET KEY IN  
 SUPPORT OF SERVICE  
 CORPORATION INTERNATIONAL'S  
 MOTION TO DISMISS AMENDED  
 COMPLAINT PURSUANT TO FRCP  
 12(b)(2) and 12(b)(6)**

1 I, Janet Key, hereby specially appear in this matter in support of Service  
2 Corporation International's motion to dismiss the Amended Complaint and submit the  
3 following declaration under penalty of perjury:

4 1. I am a resident of Cypress, Texas.

5 2. I am employed by SCI Funeral & Cemetery Purchasing Cooperative, Inc. as  
6 Senior Legal Assistant, and am also its Corporate Secretary. As part of my job duties, I  
7 am familiar with the corporate structure of Service Corporation International ("SCI").

8 3. SCI is a publicly held Texas corporation whose stock is traded on the New  
9 York Stock Exchange.

10 4. SCI has no employees; rather, it is a holding company only.

11 5. SCI's corporate headquarters and only offices are located in Houston,  
12 Texas.

13 6. SCI is not licensed and does not conduct any business in the State of  
14 California.

15 7. SCI is not party to any contracts, employment or otherwise, with any of the  
16 plaintiffs in this action.

17 8. SCI has never employed or supervised the employment of any of the  
18 plaintiffs herein.

19 9. SCI does not maintain an office nor held any bank accounts within the State  
20 of California.

21 10. SCI does not own any real property in the State of California.

22 11. SCI does not pay any taxes to the State of California.

23 12. SCI does not manage the business activities of any funeral establishment,  
24 cemetery or other local facility in the State of California that is owned or operated by any  
25 subsidiary of SCI.

26 13. SCI does not hire, supervise or terminate any employees of any funeral  
27 establishment, cemetery or other local facility within the State of California that is owned  
28 or operated by a subsidiary of SCI.

///

Janet Key  
JANET KEY